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as Agent for Silver Point Capital Fund, L.P.
and Silver Point Capital Offshore Fund, Ltd.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**MOTORS LIQUIDATION COMPANY, et al.,
f/k/a General Motors Corp., et al.,**

Debtors.

Chapter 11

Case No. : 09-50026 (REG)

(Jointly Administered)

**NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR
SECURITY, PURSUANT TO FED. R. BANKR. P. 3001(e)(2)**

A CLAIM HAS BEEN FILED IN THIS CASE by Thomas Lamphiear and Dolores Lamphiear (the "Transferors"), against Motors Liquidation Company, f/k/a General Motors Corp. (the "Debtor"), in the amount of \$21,200,000.00 (designated as Claim No. 39028), which claim was settled in the amount of \$2,750,000.00, pursuant to a certain stipulation and settlement resolving claims, entered into by and between the Transferors and the Debtor on or about September 15, 2010 (as settled, the "Claim"). Assignee (named below) hereby gives notice, pursuant to Fed. R. Bankr. P. 3001(e)(2), of the transfer, other than for security, of the Claim. A copy of the Evidence of Transfer of Claim (the "Evidence of Transfer") is attached hereto as Exhibit "A" and is incorporated herein by reference.

Name of Assignee:

SPCP Group, L.L.C., as agent for
Silver Point Capital Fund, L.P. and
Silver Point Capital Offshore Fund, Ltd.

**Names and Addresses where notices
to Assignee should be sent:**

Adam J. DePanfilis
Silver Point Capital, LP
660 Steamboat Road
Greenwich, CT 06830

With a copy to:

Day Pitney LLP
7 Times Square
New York, New York 10036
Attn: Ronald S. Beacher, Esq.
Telephone (212) 297-5812

**Name and Address where
Assignee payments should be sent:**

SPCP Group, L.L.C.
Two Greenwich Plaza
Greenwich, Connecticut 06830
Attn: Brian A. Jarman
Telephone: (203) 542-4032

Name of Transferors:

Thomas Lamphiear and
Dolores Lamphiear

**Name and Address where notices
to Transferors should be sent:**

Murphy & Prachthauser, S.C.
1 Plaza East, Suite 1200
330 East Kilbourn Ave.
Milwaukee, WI 53202
Attn: Thadd L. Llauro, Esq.
Telephone: (414) 271-1011

The Transferor has waived its right, pursuant to Fed. R. Bankr. P. 3001 (e)(2), to receive from the Clerk of the Court notice of filing of the Evidence of Transfer and its right to object to such transfer within the twenty (20) day period. The Transferor has stipulated that: (i) an order may be entered recognizing the transfer of the Claim as an unconditional transfer; and (ii) the Assignee is the valid owner of the Claim.

Dated: Parsippany, New Jersey
January 20, 2011

DAY PITNEY LLP

By: /s/ Scott A. Zuber
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